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OFFICE OF INTERNATIONAL  
CORPORATE FINANCE



**Imperial Metals Corporation**

580 Hornby Street, Suite 200  
Vancouver, B.C.

Canada V6C 3B6

Tel: 604.669.8959

Fax: 604.687.4030

[www.imperialmetals.com](http://www.imperialmetals.com)

November 2, 2004

SUPPL

U.S. Securities and Exchange Commission  
Office of International Corporate Finance  
Mailstop 3-2  
450 - 5th Street N.W.  
Washington, D.C. 20549



Dear Sirs:

**Re: File No. 82-34714**

We enclose copies of the following:

1. Form 1 – Change in Issued and Outstanding Securities for October 2004 submitted to the Toronto Stock Exchange.
2. Material Change Report dated November 2, 2004 filed with the securities commissions.

Yours truly,

**IMPERIAL METALS CORPORATION**

*Rio Budhai*

Rio Budhai

Assistant Corporate Secretary

Direct Line: 604.488.2659

E-mail: [riobudhai@imperialmetals.com](mailto:riobudhai@imperialmetals.com)

PROCESSED

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THOMPSON  
FINANCIAL

*llw 11/17*

Enclosure

Form 51-102F3  
Material Change Report

RECEIVED

Item 1 Name and Address of Company

Imperial Metals Corporation  
Suite 200 – 580 Hornby Street  
Vancouver, BC V6C 3B6

2004 NOV 15 A 10: 17

OFFICE OF INTERNATIONAL  
CORPORATE FINANCE

Item 2 Date of Material Change

November 2, 2004

Item 3 News Release

November 2, 2004 – Vancouver, British Columbia

A news release was issued through CCN Matthews on November 2, 2004 and was electronically filed through SEDAR.

Item 4 Summary of Material Change

Imperial Metals Corporation reported the Mining Permit Amendment for mining of the Wight Pit, and the permitted Bell and Springer pits. was received November 1, 2004. The PM-8 mineral claim hosting the Northeast Zone was converted to a Mining Lease on September 29, 2004

Current drill results continue to confirm further high grade in the northern extension of the Northeast Zone.

Item 5 Full Description of Material Change

Imperial Metals Corporation reported the Mining Permit Amendment for mining of the Wight Pit, and the permitted Bell and Springer pits. was received November 1, 2004. The PM-8 mineral claim hosting the Northeast Zone was converted to a Mining Lease on September 29, 2004.

Current drill results continue to confirm further high grade in the northern extension of the Northeast Zone. Drill hole WB04-123, one of the northern most intercepts reported to date, intersected 72.5 metres grading 1.11% copper, 0.19 g/t gold and 9.61 ppm silver from 150.0 to 222.5 metres. Within the area of the proposed Wight pit previously modeled as waste, drill hole WB04-110 intersected 75.0 metres grading 2.02% copper, 0.62 g/t gold and 13.87 ppm silver from 92.5 to 167.5 metres.

Complete drill results have been received for drill holes WB04-104, WB04-106, WB04-107, WB04-112 and WB04-113, previously reported on September 23, 2004, and are included in the table below. An updated Table of Assay Results, Drill Plan and Section are available on the Company's website.

Northeast Zone Drill Hole #	Azimuth	Dip	Total Length (m)	Metre Interval		Interval Length	Copper %	Gold g/t	Silver ppm
WB04-104	60	-70	587.0	81.2	- 118.2	37.0	1.43	0.69	11.29
and				187.5	- 304.0	116.5	0.90	0.06	6.27
and				346.7	- 420.0	73.3	1.10	0.58	8.23
WB04-106	250	-80	413.0	23.1	- 57.5	34.4	1.44	0.48	16.24
and				195.0	- 250.4	55.4	0.90	0.12	6.71
and				325.0	- 399.0	74.0	0.56	0.36	3.62
WB04-107	60	-70	349.3	95.0	- 117.5	22.5	1.32	0.17	9.49
WB04-110	60	-70	352.3	92.5	- 167.5	75.0	2.02	0.62	13.87
and				201.7	- 213.2	11.5	0.47	0.12	3.81
WB04-112	60	-70	377.0	63.3	- 97.6	34.3	1.72	0.62	15.12
and				245.0	- 267.2	22.2	0.71	0.02	4.94

WB04-113	60	-70	404.1	97.5	-	155.0	57.5	1.72	0.16	9.99
and				187.5	-	241.6	54.1	0.67	0.15	3.92
and				290.2	-	300.0	9.8	0.30	0.44	2.00
WB04-115	240	-80	471.5	207.5	-	235.0	27.5	0.68	0.02	4.12
and				292.5	-	417.5	125.0	0.79	0.26	4.94
WB04-123	60	-70	273.4	150.0	-	222.5	72.5	1.11	0.19	9.61

Two drills continue to test the lateral and depth extent of the northern extension of the Northeast Zone. A third drill is testing the deep mineralization in the Springer Zone.

Patrick McAndless, a Qualified Person as defined by National Instrument 43-101, supervised the preparation, and verified the technical information in this release. Samples were analyzed by Acme Analytical Labs Ltd. in Vancouver, BC.

The wholly owned Mount Polley property has been the focus of continuous exploration since August 2003. The open pit copper-gold mine, idled in September 2001 due to low metal prices, is scheduled to recommence operations in the 2005 first quarter. Mount Polley mineral claims encompass approximately 9,000 hectares and are located 56 kilometres northeast of Williams Lake in central British Columbia.

**Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

Not applicable.

**Item 7 Omitted Information**

Not applicable.

**Item 8 Executive Officer**

Andre Deepwell, Chief Financial Officer  
Telephone 604.669.8959

**Item 9 Date of Report**

DATED at Vancouver, British Columbia, this 2nd day of November, 2004.

**IMPERIAL METALS CORPORATION**

Per: *Andre H. Deepwell*  
Signature of authorized signatory  
Andre H. Deepwell, Chief Financial Officer  
Name and office of authorized signatory



## NEWS RELEASE

Imperial Metals Corporation  
580 Hornby Street, Suite 200  
Vancouver, B.C.  
Canada V6C 3B6  
Tel: 604.669.8959  
Fax: 604.687.4030  
www.imperialmetals.com

### Mount Polley Receives Mining Permit Amendment and Reports Further Drill Results for the Northeast Zone

Vancouver (November 2, 2004) - **Imperial Metals Corporation (III-TSX)** reports the Mining Permit Amendment for mining of the Wight Pit, and the permitted Bell and Springer pits, was received November 1, 2004. The PM-8 mineral claim hosting the Northeast Zone was converted to a Mining Lease on September 29, 2004.

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For further information contact:  
Brian Kynoch, President - 604.669.8959;  
Patrick McAndless, Vice President Exploration – 604.488.2665; or  
Sabine Goetz, Investor Relations - 604.488.2657 / [info@imperialmetals.com](mailto:info@imperialmetals.com)

## Form 1 Submission - Change in Issued and Outstanding Securities

Issuer : Imperial Metals Corporation  
 Symbol : III  
 Reporting Period: 10/01/2004 - 10/31/2004

**Summary**

Issued & Outstanding Opening Balance : 25,812,689 As at : 10/01/2004

**Effect on Issued & Outstanding Securities**

Stock Option Plan 7,000  
 Other Issuances and Cancellations 2,064,250

Issued & Outstanding Closing Balance : 27,883,939

**Stock Option Plan**

Stock Options Outstanding Opening Balance: 948,700 As at : 10/01/2004

Effective Date	SAR	Options Granted	Options Exercised	Options Cancelled	SAR Reduction in Reserve
10/07/2004	N		7,000		
Filer's comment exercise by Pat McAndless @ \$0.50 per share.					
Totals		0	7,000	0	0

Stock Options Outstanding Closing Balance: 941,700 As at : 10/31/2004

**Other Issuances and Cancellations**

Effective Date	Transaction Type	Number of Securities
10/04/2004	Warrants	14,000
Filer's comment exercise of share purchase warrants @ \$5.50.		
10/07/2004	Warrants	2,000
Filer's comment exercise of share purchase warrants @ \$5.50.		
10/07/2004	Warrants	5,000
Filer's comment exercise of share purchase warrants @ \$5.50.		
10/13/2004	Warrants	3,500
Filer's comment exercise of share purchase warrants @ \$5.50.		
10/18/2004	Warrants	4,750
Filer's comment exercise of share purchase warrants @ \$5.50.		
10/19/2004	Warrants	10,000

**Filer's comment**

Exercise of share purchase warrants @ \$5.50.

10/21/2004	Private Placement	2,025,000
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**Filer's comment**

Consisting of 1,325,000 common shares @ \$7.50 per share and 700,000 flow-through shares @ \$9

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Totals	2,064,250
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**Filed on behalf of the Issuer by:**

Name: Rio Budhai  
Phone: 604-488-2659  
Email: riobudhai@imperialmetals.com  
Submission Date: 11/01/2004 18:17:09  
Last Updated: 11/01/2004 18:16:35